

Exhibit C

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.¹

Debtors.

Chapter 11

Case No. 01-01139 (JKF)
(Jointly Administered)

Objection Deadline:
Hearing Date: TBD only if necessary

**FEE DETAIL FOR FOLEY HOAG LLP'S MONTHLY FEE APPLICATION FOR THE
PERIOD OF OCTOBER 1, 2012 THROUGH OCTOBER 31, 2012**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., CPC Thomasville Corp., Gloucester New Communities Company, Inc. Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp, Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Matter 102 - Blackburn and Union Privileges Superfund Site, Walpole, Mass**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$624.00	4.0	\$ 2,496.00
Jonathan E. Book	Counsel	Real Estate	\$565.00	1.7	\$ 960.50
TOTAL				5.7	\$ 3,456.50

Expenses

Description	Total
Telephone	\$ 2.47
TOTAL	\$ 2.47



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

November 28, 2012
Invoice No.: 509545
Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

For Professional Services rendered through October 31, 2012

Fees	\$3,456.50
Disbursements	<u>2.47</u>
Total Fees and Disbursements	<u>\$3,458.97</u>

Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Invoice No.: 509545

November 28, 2012

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<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
10/08/12	Jaffe	P230	Attention to issues with Shaffers, including telephone conference with team and emails with team regarding mill building and access (.9).	0.9
10/10/12	Jaffe	P230	Attention to Shaffer issues, including reviewing deed property descriptions and related documents, emails and office conferences with Mr. Book regarding same, and emails with team regarding same (1.4).	1.4
10/10/12	Book	P240	Confer with S. Jaffe regarding legal descriptions for assessor parcels and title research regarding same (1.7).	1.7
10/15/12	Jaffe	P230	Attention to status of negotiations with EPA and new EPA project manager, including telephone conference with team and preparing for same (.8); attention to access, including emails with team (.4).	1.2
10/31/12	Jaffe	P230	Emails with team regarding treatment system issues (.5).	0.5
			Total Hours	5.7

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Matter No.: 08743.00102

Re: Blackburn and Union Privileges Superfund Site, Walpole, Mass

Invoice No.: 509545

November 28, 2012

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TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Jonathan E. Book	1.7	at 565.00	960.50
Seth D. Jaffe	4.0	at 624.00	2,496.00
		Total Fees	\$3,456.50

Disbursement Summary

<u>Date</u>	<u>Amount</u>
10/15/12 Telephone	2.47
	Total Disbursements
	\$2.47
	Total Fees
	\$3,456.50
	Total Disbursements
	2.47
	Total Fees and Disbursements
	<u>\$3,458.97</u>



Seth D. Jaffe
617-832-1203
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

November 28, 2012
Invoice No.: 509545
Matter No.: 08743.00102

Re: **Blackburn and Union Privileges Superfund Site, Walpole, Mass**

Total Fees and Disbursements **\$3,458.97**

Remittance Address:
Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions: Citizens Bank 1 Citizens Drive Providence, RI 02915	ABA: 011500120 Swift #: CTZIUS33 Account # 1133945993 Beneficiary: Foley Hoag LLP – Wire Receipt Account
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Reference Client/Matter #: 08743.00102, Invoice #: 509545
Information: Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company

Matter 103 – Wells G&H Superfund Site**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
Seth D. Jaffe	Partner	Environmental	\$624.00	4.1	\$ 2,558.40
Amy E. Boyd	Associate	Environmental	\$430.00	3.4	\$ 1,462.00
TOTAL				7.5	\$ 4,020.40



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

November 28, 2012
Invoice No.: 509546
Matter No.: 08743.00103

Re: Wells G&H Superfund Site

For Professional Services rendered through October 31, 2012

Fees	\$4,020.40
Total Fees and Disbursements	<u>\$4,020.40</u>

Matter No.: 08743.00103
 Re: Wells G&H Superfund Site

Invoice No.: 509546
 November 28, 2012
 Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
10/01/12	Jaffe	P230	Attention to on-site soil cleanup issues, including emails with team, reviewing proposed sampling approach, and telephone conference with team regarding same (1.3).	1.3
10/10/12	Jaffe	P230	Attention to Grace on-site groundwater issues, including reviewing EPA comments on Grace groundwater submittal and emails with team regarding same (1.3).	1.3
10/26/12	Jaffe	P230	Attention to planning for EPA meeting, including reviewing draft agenda and email with team regarding research tasks for same (.8).	0.8
10/30/12	Boyd	P230	Discussion with S. Jaffe regarding research needed for changes in ROD for Grace property (.1); review of EPA response and recent documents (.3); conduct legal research on regulatory requirements for revisions to ROD (1.4)	1.8
10/31/12	Boyd	P230	Review ROD (.3); conduct legal research on regulatory requirements for EPA changes to ROD (1.3)	1.6
10/31/12	Jaffe	P230	Attention to ROD cleanup changes, including office conference with Ms. Boyd regarding same (.7).	0.7
			Total Hours	7.5

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Matter No.: 08743.00103
Re: Wells G&H Superfund Site

Invoice No.: 509546
November 28, 2012
Page 3

TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Amy E Boyd	3.4	430.00	1,462.00
Seth D. Jaffe	4.1	624.00	2,558.40
Total Fees			\$4,020.40
Total Fees			\$4,020.40
Total Fees and Disbursements			\$4,020.40

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W.R. Grace & Co.

November 28, 2012
Invoice No.: 509546
Matter No.: 08743.00103

Re: Wells G&H Superfund Site

Total Fees and Disbursements **\$4,020.40**

Remittance Address:
Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions:	ABA: 011500120
Citizens Bank	Swift #: CTZIUS33
1 Citizens Drive	Account # 1133945993
Providence, RI 02915	Beneficiary: Foley Hoag LLP – Wire Receipt Account

Reference
Information:

Client/Matter #: 08743.00103, **Invoice #:** 509546
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company

Matter 108 - Discovery Sciences FDA Matters**Fees**

Name of Professional Person	Position	Department	Hourly Billing Rate	Total Hours Billed	Total Compensation
James Flaherty	Associate	Administrative	\$485.00	4.5	\$ 2,182.50
TOTAL				4.5	\$ 2,182.50



Seth D. Jaffe
617-832-1203
Boston

W.R. Grace & Co.

November 28, 2012
Invoice No.: 509547
Matter No.: 08743.00108

Re: Discovery Sciences FDA Matters

For Professional Services rendered through October 31, 2012

Fees	\$2,182.50
Total Fees and Disbursements	<u>\$2,182.50</u>

Matter No.: 08743.00108
 Re: Discovery Sciences FDA Matters

Invoice No.: 509547
 November 28, 2012
 Page 2

<u>Date</u>	<u>Timekeeper</u>	<u>Tsk</u>	<u>Narrative</u>	<u>Hours</u>
10/02/12	Flaherty	C300	Research and analyze Alltech 3300 ELSD FDA requirements (2.0); teleconference with S. Perdue, L. Duff, S. Wood, J. Anderson, M. Buono, and B. Jurd regarding same (0.7); follow up and summary email to group regarding same (0.8).	3.5
10/15/12	Flaherty	C300	Voicemail and e-mail correspondence with S. Perdue regarding registration and listing questions (0.2); review registration and listing requirements in connection with same (0.1).	0.3
10/16/12	Flaherty	C300	E-mail correspondence with B. Jurd regarding FDA requirements for lasers (0.1).	0.1
10/19/12	Flaherty	C300	Prepare for conference call with B. Jurd and S. Wood regarding FDA requirements for lasers (0.1); telephone conference with B. Jurd and S. Wood regarding same (0.4); follow-up regarding same, including e-mail to B. Jurd and S. Wood (0.1).	0.6
			Total Hours	4.5

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Matter No.: 08743.00108
Re: Discovery Sciences FDA Matters

Invoice No.: 509547
November 28, 2012
Page 3

TIMEKEEPER SUMMARY

<u>Timekeeper</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
James Flaherty	4.5	485.00	<u>\$2,182.50</u>
		Total Fees	<u>\$2,182.50</u>

Total Fees	<u>\$2,182.50</u>
Total Fees and Disbursements	<u>\$2,182.50</u>



Seth D. Jaffe
617-832-1203
Boston

REMITTANCE PAGE

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W.R. Grace & Co.

November 28, 2012
Invoice No.: 509547
Matter No.: 08743.00108

Re: Discovery Sciences FDA Matters

Total Fees and Disbursements **\$2,182.50**

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Foley Hoag LLP
Attn: Accounts Receivable
155 Seaport Boulevard
Boston, MA 02210-2600

Federal Tax ID : 04-2150535

Wire Instructions: Citizens Bank 1 Citizens Drive Providence, RI 02915	ABA: 011500120 Swift #: CTZIUS33 Account # 1133945993
Beneficiary: Foley Hoag LLP – Wire Receipt Account	

Reference
Information:

Client/Matter #: 08743.00108, Invoice #: 509547
Billing Attorney: Seth D. Jaffe
Wire Originator: W.R. Grace & Company